

Manglam India Ltd.

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Phone : 91-33-4002 2880, Fax :91-33-2237 9053
CIN: L51420WB1993PLC060955

13th June, 2025

To,
The Secretary,
The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata – 700 001
Scrip Code : 23455

Dear Sir/Ma'am,

Sub: Submission of Annual Secretarial Compliance Report for the financial year ended 31st March, 2025.

Ref: Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 24A of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIRICFDICMDI//27 /2019 dated February 8, 2019. Please find attached herewith the Annual Secretarial Compliance Report issued by Ms. Ankita Goenka (FCS: 10572, COP: 14204), Practicing Company Secretary, for the Financial Year ended 31st March, 2025.

Kindly take the aforesaid information on record and oblige.

Thanking you,

Yours faithfully,
For **MANGLAM INDIA LTD.**

Manoj Saraogi

MANOJ SARAOGI
(MANAGING DIRECTOR)
DIN: 00278490

ANKITA GOENKA & ASSOCIATES, COMPANY SECRETARIES

BE-99 SALT LAKE CITY, KOLKATA- 700064

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Secretarial Compliance Report of [MANGLAM INDIA LIMITED] for the financial year ended 31st March, 2025

We have examined:

- (a) all the documents and records made available to us and explanation provided by **MANGLAM INDIA LIMITED** (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended **31st March, 2025** (“Review Period”) in respect of compliance with the provisions of :
 - (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
 - (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined,

include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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- (i) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018; circulars/ guidelines issued thereunder;

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We hereby report that, during the Review Period the compliance status of the listed entity is appended as

below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	NO	The Company has not followed it stringently.
2.	<p>Adoption and timely updation of the Policies:</p> <p>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</p> <p>All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI</p>	YES	As per the written representation from the Company ,it has followed the same.
3.	<p>Maintenance and disclosures on Website:</p> <p>The Listed entity is maintaining a functional website</p> <p>Timely dissemination of the documents/ information under a separate section on the website</p> <p>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website</p>	YES	<p>The Company has the website however it requires updation.</p> <p>As per the written representation from the Company ,it has followed the same</p>

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4.	<p>Disqualification of Director:</p> <p>None of the Director(s) of the Company are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	NO	<p>As per the MCA records and the written representation from the Company none of the directors are disqualified under Section 164 of Companies Act, 2013. Krishna Banerjee whose DIN has been deactivated due to non filing of KYC. Rajendra Kumar Parewa was shown as Director of the company however no related forms was filed with MCA.</p>
5.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>Identification of material subsidiary companies</p> <p>Disclosure requirement of material as well as other subsidiaries</p>	NA	<p>The Company had identified that there were , no material subsidiary of the Company during the review period.</p>

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Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	As per the written representation from the Company
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	No	The Company is in the process of conducting performance evaluation .
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes	As per the Auditors report the company has complied with the same.
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	yes	As per the written representation from the Company the company has complied with the same. However

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			additional details for change of Auditors and Director not submitted to stock Exchange
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	yes	The Company is in the process to comply with the same.
11.	Actions taken by SEBI or Stock Exchange(s), if any: action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**).	No	It is suspended to the Exchange since 21/03/2012. In this connection it is required to pay a sum of Rs.2,05,202 (incl.GST) for listing fee to the exchange,

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Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
12.	Additional Non-compliances, if any: 1.Regulation 7 (3) SEBI LODR – Compliance Certificate certifying maintaining physical & electronic transfer facilities by the compliance officer of the listed entity and the authorized representative of the share transfer agent. 2.Regulation 76 of the Securities and Exchange Board of India (SEBI) (Depositories and Participants) Regulations, 2018. 3.Reg 33 of the SEBI LODR Regulations, 2015 4.Reg 74(5) of SEBI Depositories and Participants Regulations,2018 5. Closure of Trading Window 6. Regulation 17(1) of SEBI(Listing Obligations and Disclosure Requirements)Regulations,2015,Requirement of one third /half of the board of Directors of the listed entity shall consist of Independent directors.	yes	The Company has filed the same , however (only covering letter)it was not stamped by Company Secretary. It has been delayed filed for quarter ended June 2024. submitted on 28.05.2025, BM held on 27.05.2025 but in covering letter year written as 27.05.2024, It has been delayed filed for quarter ended Sept and Dec 2024. Not separately given. Rajesh Kumar Parewa was not appointed as Director of the company by filing requisite eform with MCA.

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Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019: **M/S Agarwal Sanganeria & co. Chartered Accountants (FRN 317224E) as statutory Auditors of the Company in place of M/S Deoki Bijay & Co (Firm Registration No. 313105E) whose term has expired.**

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
1.	Compliances with the following conditions while appointing/re-appointing an auditor		

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	<p>i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or</p> <p>ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p>iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>	<p>NA</p> <p>NA</p> <p>NA</p>	<p>The auditor has not resigned during the last financial year 2022-2023.</p> <p>The auditor has not resigned during the last financial year 2022-2023.</p> <p>The auditor has not resigned during the last financial year 2022-2023.</p>
2.	Other conditions relating to resignation of statutory auditor		

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	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p>	NA	NA
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		NA	As per the auditors report the auditor no such disclaimer mentioned.
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.	NA	The auditor has not resigned during the last financial year 2022-2023.

*Observations /Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'

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(a) (**) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Non-submission of the financial results within the period prescribed under this regulation for the quarter ended June 2024).	Regulation 33	Late submission	NA	NA	NA	NA	The company has delayed filed the financial results	Board Meeting scheduled on 12.08.2024, because of search occurred of one of the authority at our premises	
2.	SEBI(LODR) Regulation 47, 2015	47	Non submission of Newspaper Publications	NA	NA	NA	NA	Financial results published in newspaper but the same was not submitted with the SE.	The company has made the newspaper publication.	It was inadvertently missed out.
3.	Non-compliance with the constitution of	Regulation 18(1)	It did not have 2/3rd of the members in the Audit Committee as Independent Director for	NA	NA	NA	NA	Rajendra Kumar Parewa has been shown as the committee member	It was inadvertently missed out.	It was a non compliance with MCA

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audit committee		the whole quarter. 3.It did not have 3 members in the Nomination and Remuneration Committee for the whole quarter. 4. It did not have 2/3rd of the members in the Nomination and Remuneration Committee as Independent Director					however it was not appointed as Director of the company by filing requisite eform with MCA.		regulations .

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks

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1.	The Company received a show cause notice for noncompliance of provisions of Listing of Equity shares listed with the exchange on 17/01/2023.	Reg32(1) of Chapter - v of SEBI(Delisting of equity shares)Regulation 2021	Listing fees and related interest are outstanding	CSE	Show cause notice issued	Listing fees and related interest are outstanding	Rs75500	The amount is due and to be paid by the company	The Company made a reply to the same on 6 th Feb,2023 and stated its intention to clear the outstanding dues	The company is in the process to comply with the response from CSE
2.	Maintenance and disclosures on Website: The Listed entity is maintaining a functional website Timely dissemination of the documents/ information under a separate section on the	under Regulation 46 are accurate and specific which directs to the relevant document(s)/ section of the website	The Company has the website however it require updation	NA	NA	NA	NA	The Company has the website however it require updation	The Company has the website however it require updation	The company is in process there is a technical glitch

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Assumptions & Limitation of scope and Review:

- 1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.***
- 2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.***
- 3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.***
- 4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.***

Place: KOLKATA

Date: 13/06/2025

Signature:

ANKITA GOENKA Digitally signed by ANKITA GOENKA
Date: 2025.06.13 23:08:36 +05'30'

Ankita Goenka

Practicing Company Secretary

FCS No.: F10572

CP No.: 14204

UDIN: F010572G000597961

PR No : 2133/2022 DATED 20/05/2022